

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

ROOFERS' PENSION FUND, et al.,

Plaintiff,

v.

JOSEPH C. PAPA and PERRIGO COMPANY
PLC,

Defendants.

Case No. 2:16-cv-02805-MCA-LDW

CLASS ACTION

**STIPULATION AND PROPOSED ORDER
REGARDING CONSOLIDATED AMENDED
COMPLAINT AND RESPONSIVE
BRIEFING**

Lead plaintiff, Perrigo Institutional Investment Group ("Lead Plaintiff" or "PIIG"), and Defendants Perrigo Company plc and Joseph Papa ("Defendants"), through their undersigned counsel, hereby agree and stipulate as follows:

WHEREAS, by stipulation and order entered September 6, 2016 (Dkt. No. 46), the parties agreed and the Court ordered that the parties submit a stipulated schedule for the filing of an amended complaint and the briefing of anticipated motion(s) to dismiss within thirty (30) days after appointment of lead plaintiff;

WHEREAS, by order dated February 10, 2017 and docketed February 14, 2017, PIIG was appointed Lead Plaintiff;

WHEREAS, on February 27, 2017, Defendant Perrigo Company plc filed with the Securities and Exchange Commission a notice that its Form 10-K would be delayed;

WHEREAS, Lead Plaintiff intends to include allegations related to the upcoming Form 10-K in its consolidated amended complaint;

WHEREAS, Defendants take no position at this time concerning Lead Plaintiff's intention to include allegations related to the upcoming Form 10-K in its consolidated amended complaint and specifically reserve all rights to oppose any such effort by Lead Plaintiff;

WHEREAS, on February 28, 2017, an unsuccessful movant for lead plaintiff filed an objection to the order of appointment (Dkt. No. 67), and another unsuccessful movant for lead plaintiff filed a motion for reconsideration (Dkt. No. 68);

WHEREAS, briefing on Dkt. Nos. 67 and 68 will be completed on March 27, 2017; and

WHEREAS, after conferring, Lead Plaintiff and Defendants believe the following schedule is fair and reasonable.

IT IS HEREBY STIPULATED THAT:

1. Lead Plaintiff shall file a consolidated amended complaint on or before the later of: (a) sixty (60) days after the entry of this Order; or (b) thirty (30) days after Defendant Perrigo Company plc files its 2016 annual report on Form 10-K with the Securities and Exchange Commission.
2. Defendants shall respond to Lead Plaintiff's consolidated amended complaint on or before the later of (i) sixty (60) days after the consolidated amended complaint is filed, or (ii) thirty (30) days after the resolution of Dkt. Nos. 67 and 68; provided, however, that in the event the Court grants either of the applications set forth in Dkt. Nos. 67 and 68 and appoints a party other than PIIG as lead plaintiff, Defendants shall be under no obligation to respond to the consolidated amended complaint filed by PIIG, and instead shall confer with counsel to the newly-designated lead plaintiff and submit to the Court, within thirty (30) days after the resolution of Dkt. Nos. 67 and 68, a proposed schedule for the filing of a consolidated amended complaint by the newly-designated lead plaintiff and Defendants' response thereto.
3. Lead Plaintiff shall file an opposition to any responsive motion(s) within forty-five (45) days after filing of the responsive motion(s).
4. Defendants shall file any reply in further support of any responsive motion(s) within thirty (30) days after filing of Lead Plaintiff's opposition.

Dated: March 16, 2017

LOWENSTEIN SANDLER LLP

/s/ Michael T.G. Long

Michael B. Himmel
Michael T.G. Long
65 Livingston Avenue
Roseland, New Jersey 07068
Telephone: (973) 597-2500
Facsimile: (973) 597-2400
mhimmel@lowenstein.com
mlong@lowenstein.com

POMERANTZ LLP

Jeremy A. Lieberman (*pro hac vice*)
J. Alexander Hood II (*pro hac vice*)
600 Third Avenue
New York, NY 10016
Telephone: (212) 661-1100
Facsimile: (917) 463-1044
jalieberman@pomlaw.com
ahood@pomlaw.com
Joshua B. Silverman (*pro hac vice*)
Omar Jafri (*pro hac vice*)
10 South LaSalle Street
Suite 3505

GREENBAUM ROWE SMITH & DAVIS LLP

/s/ Alan S. Naar

Alan S. Naar
99 Wood Avenue South
Iselin, New Jersey 08830
Telephone: (732) 549-5600
Facsimile: (732) 549-1881
anaar@greenbaumlaw.com

**FRIED, FRANK, HARRIS, SHRIVER &
JACOBSON LLP**

James D. Wareham (*pro hac vice*)
James E. Anklam (*pro hac vice*)
801 17th Street, NW
Washington DC 20006
Telephone: (202) 639-7000
Facsimile: (202) 639-7003
James.wareham@friedfrank.com
James.anklam@friedfrank.com

Samuel P. Groner (*pro hac vice*)
One New York Plaza
New York, New York 10004
Telephone: (212) 859-8000

Chicago, Illinois 60603
Telephone: (312) 377-1181
Facsimile: (312) 377-1184
jbsilverman@pomlaw.com
ojafri@pomlaw.com

**BERNSTEIN LITOWITZ BERGER &
GROSSMAN LLP**

Gerald H. Silk (*pro hac vice*)
Avi Josefson (*pro hac vice*)
James A. Harrod (*pro hac vice*)
1251 Avenue of the Americas
New York, New York 10020
Telephone: (212) 554-1400
Facsimile: (212) 554-1444
jerry@blbglaw.com
avi@blbglaw.com
jim.harrod@blbglaw.com

Counsel for Lead Plaintiff

Facsimile: (212) 859-4000
samuelgroner@friedfrank.com


Counsel for Defendant Perrigo Company plc

GIBSON, DUNN & CRUTCHER LLP

/s/ Goutam U. Jois
Goutam U. Jois
Reed Brodsky (*pro hac vice*)
200 Park Avenue
New York, New York 10016-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035
GJois@gibsondunn.com
RBrodsky@gibsondunn.com

Counsel for Defendant Joseph Papa

SO ORDERED THIS 23 DAY OF March 2017



Hon. Madeline Cox Arleo
United States District Judge